

DECLARATION/POWER OF ATTORNEY FOR ORIGINAL APPLICATION

Attorney's Docket No.: 1318-PA02

AS BELOW NAMED INVENTOR, I HEREBY DECLARE THAT: This Declaration is of the following type:

☒ Original☐ Supplemental☐ Continuation-in-Part

I declare further that my residence, post office address and citizenship are as stated below next to my name; I believe I am the original, first and sole inventor (if only one name is listed below) or an original, first and joint inventor (if plural names are listed below) of the subject matter which is claimed and for which a patent is sought on the invention entitled:

BATTERY ANALYZER IN A BATTERY PACK

the specification of which (check one)

☒

Is attached hereto.

was filed on _____

as Application Serial No. _____

and was amended on _____ (if applicable).

I do not know and do not believe that the invention was ever known or used in the United States of America before my or our invention thereof; I do not know and do not believe that the invention was ever patented or described in any printed publication in any country before my or our invention thereof or more than one year prior to this application; I do not know and do not believe that the invention was in public use or on sale in the United States of America more than one year prior to this application; I acknowledge my duty to disclose information of which I am aware which is material to the examination of the application; the invention has not been patented or made the subject of an inventor's certificate issued before the date of this application in any country foreign to the United States of America on an application filed by me or my legal representatives or assignees in any country foreign to the United States of America on an application filed by me or my legal representatives or assignees more than six months prior to this application; and as to applications for patents of inventor's certificate on the invention filed in any country foreign to the United States of America prior to this application by me or my legal representatives or assignees:

☒

no such applications have been filed, or

☐

such applications have been filed as follows:

Prior Foreign Application(s) Application Number	Country	Filing Date	Priority Claimed (yes/no)
None			

I hereby claim the benefit under Title 35 USC 119(a)/ 120 of the United States application(s) listed below, and insofar as the subject matter of the claim of this application is not disclosed in the prior United States application in the manner provided by the first paragraph of Title 35 USC 112, I acknowledge the duty to disclose material information as defined in Title 37 CFR 1.56(a) which occurred between the filing date of the prior application and the national filing date of this application:

Application Number No.	Filing Date	Status (patented, pending, abandoned)
60/447,473	2/13/03	Pending

I hereby state that I have reviewed and understand the contents of the above-identified specification, including the claim, as amended by any amendment referred to herein. I acknowledge the duty to disclose information which is material to the examination of this application in accordance with Title 37, Code of Federal Regulations, Sec. 1.56(a).

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POWER OF ATTORNEY FOR ORIGINAL APPLICATION

Attorney's Docket No.: 1318-PA02

OF ATTORNEY: As a named inventor(s), I hereby appoint the following attorney(s) to
 ute this application and to transact all business in the U.S. Patent and Trademark Office
 ected therewith:

Gary L. Eastman, Registration No. 41.005

Send correspondence to:

EASTMAN & ASSOCIATES
 707 Broadway Street, Suite 1800
 San Diego, California 92101
 Telephone (619) 230-1144
 Facsimile: (619) 230-1194

I hereby declare that all statements made herein of my own knowledge are true and that all
 statements made on information and belief are believed to be true; and further that these
 statements were made with the knowledge that willful false statements and the like so made are
 punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States
 Code and that such willful false statements may jeopardize the validity of the application or any
 patent issued therefrom.

FULL NAME OF SOLE OR FIRST INVENTOR WILLIAM SAPP	INVENTOR'S SIGNATURE X <i>William Sapp</i>	DATE 5-20-04
RESIDENCE 17778 Winery Way, Poway, CA 92064		CITIZENSHIP USA
POST OFFICE ADDRESS		
FULL NAME OF SOLE OR FIRST INVENTOR LANCE CHANDLER	INVENTOR'S SIGNATURE X <i>Lance Chandler</i>	DATE 5-27-04
RESIDENCE 6502 47th St., NW Gig Harbor, WA 98335		CITIZENSHIP USA
POST OFFICE ADDRESS		
FULL NAME OF SOLE OR FIRST INVENTOR JAN YANG	INVENTOR'S SIGNATURE X <i>Jan Yang</i>	DATE 5/22/04
RESIDENCE		CITIZENSHIP USA
POST OFFICE ADDRESS PO Box 131012, CARLSBAD, CA 92013-1012		
FULL NAME OF SOLE OR FIRST INVENTOR DON BUCKLEY	INVENTOR'S SIGNATURE X <i>Don Buckley</i>	DATE
RESIDENCE 13547 Hillside Road, San Ramon, CA		CITIZENSHIP USA
POST OFFICE ADDRESS		
FULL NAME OF SECOND JOINT INVENTOR IF ANY ANDREW NG	INVENTOR'S SIGNATURE X <i>Andrew Ng</i>	DATE 28 May 04
RESIDENCE 2/F., Gold Peak Building, 30 Kwai Wing Road, Kwai Chung, N.T. HK		CITIZENSHIP UK
POST OFFICE ADDRESS		

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ASSIGNMENT OF PATENT APPLICATION

WHEREAS, the undersigned, each a citizen of THE UNITED STATES (hereinafter referred to collectively as "ASSIGNOR"), has invented and owns a certain invention entitled BATTERY ANALYZER in a Battery Pack for which a United States provisional patent application was filed on February 12, 2003; and

WHEREAS, Poweready, Inc., a corporation organized and existing under and by virtue of the laws of the State of Delaware and having its principal place of business at 11225 West Bernardo Court, San Diego, California 92127 (hereinafter referred to as "ASSIGNEE"), is desirous of acquiring the exclusive right, title and interest in, to and under said invention and in, to and under any patent or similar legal protection to be obtained therefor in the United States of America, its territorial possessions and in any and all countries foreign thereto.

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, ASSIGNOR hereby sells, assigns, transfers and sets over unto the said ASSIGNEE, its successors and assigns, the full and exclusive right, title and interest to said invention and to all resulting letters patent or application or similar legal protection, not only in the United States and its territorial possessions, but in all countries foreign thereto to be obtained for said invention by said application, and to any confirmation, continuation, division, renewal, extension, substitute or reissue thereof or any legal equivalent thereof in the United States or any foreign country for the full term or terms for which the same may be granted, including all priority rights under international conventions; and ASSIGNOR hereby authorizes and requests the Commissioner of Patents and Trademarks to issue said letters patent or any legal equivalent thereof to said ASSIGNEE, its successors and assigns, in accordance with this Assignment.

ASSIGNOR hereby represents, warrants, covenants and agrees that no assignment, sale, agreement or encumbrance has been or will be made or entered into which would conflict with

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this Assignment, and ASSIGNOR agrees to indemnify, defend and hold harmless ASSIGNEE, including its officers, directors, shareholders, employees, agents and representatives, from any claims, suits, proceedings, actions, liabilities, losses, damages, fees and costs (including reasonable attorneys' fees and costs) arising from or relating to ASSIGNOR's breach of the foregoing representation and warranty.

ASSIGNOR hereby irrevocably constitutes and appoints ASSIGNEE, with full power of substitution, as ASSIGNOR'S true and lawful attorney-in-fact with full irrevocable power and authority in the place and stead of ASSIGNOR and in the name of ASSIGNOR or in its own name, to take any and all appropriate action and to execute and deliver any and all documents and instruments which may be necessary or desirable to accomplish the purposes of this Assignment.

ASSIGNOR further covenants that ASSIGNEE will, upon its request, be provided promptly with all pertinent facts and documents relating to said application, said invention and said letters patent and legal equivalents as may be known and accessible to ASSIGNOR and will testify as to the same in any interference or litigation related thereto and will promptly execute and deliver to ASSIGNEE or its legal representative any and all papers, instruments or affidavits required to apply for, obtain, maintain, issue and enforce said application, said invention and said letters patent and said equivalents in the United States or in any foreign country, which may be necessary or desirable to carry out the purposes thereof.

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WITNESS my hand at San Diego.

California, this 24 day of July, 2003.



LANCE CHANDLER



DAVID SORLIEN



WILLIAM SAPP

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Delaware

PAGE 1

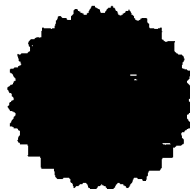
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"POWERREADY, INC.", A DELAWARE CORPORATION,

WITH AND INTO "ELECTRIC ACQUISITION CORP." UNDER THE NAME OF "POWERREADY, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF OCTOBER, A.D. 2003, AT 3:05 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE AND KENT COUNTY RECORDER OF DEEDS.



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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2716777

DATE: 10-29-03

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State of Delaware
 Secretary of State
 Division of Corporations
 Delivered 03:29 PM 10/28/2003
 FILED 03:03 PM 10/28/2003
 SRV 030691484 - 3684099 FILE

**CERTIFICATE OF MERGER
 MERGING
 POWEREADY, INC.
 WITH AND INTO
 ELECTRIC ACQUISITION CORP.**

Pursuant to Section 251 of the General Corporation Law of the State of Delaware, the undersigned corporations do hereby certify:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger (the "Merger") are as follows:

<u>Name</u>	<u>State of Incorporation</u>
Powerady, Inc.	Delaware
Electric Acquisition Corp.	Delaware

SECOND: That an Agreement and Plan of Merger (the "Merger Agreement"), dated September 10, 2003, by and among Xicor, Inc., a California corporation, Electric Acquisition Corp., a Delaware corporation, Powerady, Inc., a Delaware corporation, the Stockholder Representative and certain other parties set forth therein, has been approved, adopted, certified, executed, and acknowledged by each of the constituent corporations in accordance with Section 251 of the General Corporation Law of the State of Delaware.

THIRD: That the name of the surviving corporation (the "Surviving Corporation") shall be Electric Acquisition Corp., which shall herewith be changed to Powerady, Inc.

FOURTH: That at the effective time of the Merger, the Certificate of Incorporation of Electric Acquisition Corp. shall be amended and restated in its entirety as set forth in Exhibit A hereto, and as so amended, shall be the Certificate of Incorporation of the Surviving Corporation.

FIFTH: That the executed Merger Agreement is on file at the principal place of business of the Surviving Corporation, located at 933 Murphy Ranch Road, Milpitas, CA 95035.

SIXTH: That a copy of the Merger Agreement will be furnished by the Surviving Corporation on request and without cost, to any stockholder of either constituent corporation.

SEVENTH: That the Merger shall be effective upon the filing of this Certificate of Merger with the Secretary of State of the State of Delaware.

(Signature page follows)

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IN WITNESS WHEREOF, the undersigned, for the purposes of effectuating the merger of the constituent corporations, have caused this Certificate of Merger to be duly executed.

Dated: October 27, 2003

ELECTRIC ACQUISITION CORP.

By: /s/ Louis DiNardo
Louis DiNardo
President and Chief Executive Officer

POWEROADY, INC.

By: /s/ William Sapp
William Sapp
President and Chief Executive Officer

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